Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The Annual Report of Holding Companies must be signed by one director of the top-tier holding company. This individual should also be a senior officer of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior officer and is also a director, the chairman of the board must sign the report.

I, Mark A. Heisen, President & CEO
Name of the Holding Company Director and Official
Title of the Holding Company Director and Official

attest that the Annual Report of Holding Companies (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board’s “Rules Regarding Availability of Information,” 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official

Date of Signature

For holding companies not registered with the SEC—Indicate status of Annual Report to Shareholders:
☐ is included with the FR Y-6 report
☐ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID
C.I.

Date of Report (top-tier holding company’s fiscal year-end):
12/31/2015
Month / Day / Year

Report’s Legal Entity Identifier (LEI) (20-Character LEI Code)

Report’s Name, Street, and Mailing Address
Minster Financial Corp

Legal Title of Holding Company
95 W. Fourth St
PO Box 90
(Mailing Address of the Holding Company Street / P.O. Box
City
Minster
State
OH
Zip Code
45865

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:
Phyllis M. Rose, Senior Operations Officer
Name
Title

Area Code / Phone Number / Extension
419-628-2351

Area Code / FAX Number
419-628-4227

E-mail Address
prose@minsterbank.com

Address (URL) for the Holding Company’s website
minsterbank.com

Does the reporter request confidential treatment for any portion of this submission?
☐ YesPlease identify the report items to which this request applies:
☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

☐ No

Public reporting burden for this information collection is estimated to vary from 1.3 to 181 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

12/2015
Form FR Y-6

Minster Financial Corp
Minster, Ohio
Fiscal Year Ending December 31, 2015

Report Item
1: a. The BHC is not required to prepare form 10K with the SEC.
1: b. The BHC does prepare an annual report for its shareholders.
   Enclosed are two copies of the annual report.
2: Organizational Chart

Minster Financial Corp*
Minster, OH, U.S.A.
Incorporated in Ohio

100%

Minster Bank*
Minster, OH, U.S.A.
Incorporated in Ohio

*LEI is N/A unless otherwise noted.

Supplement to Organization Chart:
2.a Minster Financial Corp and Minster Bank are incorporated in the State of Ohio
2.b Domestic branch listing provided to the Federal Reserve Bank
2.c N/A
2.d N/A
Results: A list of branches for your holding company: MINSTER FINANCIAL CORP. (2795702) of MINSTER, OH.
The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

Reconciliation and Verification Steps
1. In the Data Action column of each branch record, enter one or more of the actions specified below.
2. If required, enter the date in the Effective Date column.

Actions
- OK: If the branch information is correct, enter 'OK' in the Data Action column.
- Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
- Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.
- Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
- Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure
When you are finished, send a copy to your FRB contact. See the detailed instructions on this site for more information.
If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:
To satisfy the FR Y-10 reporting requirements, you must also submitFR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

* FDIC UNIFORM, Office Number, and ID-RSSD columns are for reference only. Verification of these values is not required.

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSSD*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNIFORM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSSD*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>600004</td>
<td>MINSTER BANK</td>
<td>5360284</td>
<td>WAGNER'S ISA BANKING CENTER</td>
<td>265 EAST FOURTH STREET</td>
<td>MINSTER</td>
<td>OH</td>
<td>45865</td>
<td>AUGLAIZE</td>
<td>UNITED STATES</td>
<td>185419</td>
<td>5 MINSTER BANK</td>
<td>604024</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>3360039</td>
<td>NEW BREMEN BANKING CENTER</td>
<td>122520039</td>
<td>443 SOUTH WASHINGTON STREET</td>
<td>NEW BREMEN</td>
<td>OH</td>
<td>45869</td>
<td>AUGLAIZE</td>
<td>UNITED STATES</td>
<td>185415</td>
<td>5 MINSTER BANK</td>
<td>604024</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>1225047</td>
<td>SAINT MARKS BRANCH</td>
<td>21122789</td>
<td>301 WEST HIGH STREET</td>
<td>SAINT MARKS</td>
<td>OH</td>
<td>45865</td>
<td>AUGLAIZE</td>
<td>UNITED STATES</td>
<td>185416</td>
<td>5 MINSTER BANK</td>
<td>604024</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>3680018</td>
<td>SIDNEY BANKING CENTER</td>
<td>21127270</td>
<td>127 WEST RUSSELL ROAD</td>
<td>SIDNEY</td>
<td>OH</td>
<td>45855</td>
<td>SHELBY</td>
<td>UNITED STATES</td>
<td>185418</td>
<td>4 MINSTER BANK</td>
<td>604024</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>1093044</td>
<td>TROY BANKING CENTER</td>
<td>36800218</td>
<td>1280 EXPERIMENT FARM ROAD</td>
<td>TROY</td>
<td>OH</td>
<td>45373</td>
<td>MIAMI</td>
<td>UNITED STATES</td>
<td>453362</td>
<td>6 MINISTER BANK</td>
<td>604024</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>Full Service</td>
<td>1093044</td>
<td>WAPAKONETA BANKING CENTER</td>
<td>1093044</td>
<td>607 DEFANCE STREET</td>
<td>WAPAKONETA</td>
<td>OH</td>
<td>45895</td>
<td>AUGLAIZE</td>
<td>UNITED STATES</td>
<td>185417</td>
<td>5 MINSTER BANK</td>
<td>604024</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Report Item 3: Shareholders

<table>
<thead>
<tr>
<th>Current Shareholders with ownership, control, or holdings of 5% or more with power to vote as of 12/31/15</th>
<th>Shareholders not listed in (3)(1)(a) through 3(1)(c) that had ownership, control, or holdings of 5% or more with power to vote during the fiscal year ending 12/31/15</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)(a) Name &amp; Address (City, State, Country)</td>
<td>(1)(b) Country of Citizenship or Incorporation</td>
</tr>
<tr>
<td>John R. Eiting</td>
<td>USA</td>
</tr>
<tr>
<td>Marie E. Eiting (spouse)</td>
<td>Portland/OR/USA</td>
</tr>
</tbody>
</table>
## Form FR Y-6

December 31, 2015

**Report Item 4: Directors & Officers**

(1)(2)(3)(a)(b)(c) and (4)(a)(b)(c)

<table>
<thead>
<tr>
<th>(1) Name &amp; Address (City, State, Country)</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
<th>(3)(a) Title &amp; Position with Bank Holding Company</th>
<th>(3)(b) Title &amp; Position with Subsidiaries (Include names of subsidiaries)</th>
<th>(3)(c) Title &amp; Position with Other Businesses (Include name of other businesses)</th>
<th>(4)(a) Percentage of Voting Shares in Bank Holding Company</th>
<th>(4)(b) Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)</th>
<th>(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Orval H. Homan</td>
<td>N/A</td>
<td>Director, Chairman</td>
<td>Director, Chairman (Minster Bank)</td>
<td>Maria Stein Shrine of Holy Relics - Director</td>
<td>1.5504%</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Minster/Ohio/USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Helen Homan (spouse)</td>
<td>Retired</td>
<td>None</td>
<td>None</td>
<td>1.5504%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Minster/Ohio/USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Robin K. Brandt</td>
<td>Vice President, Crown Equipment Corp.</td>
<td>Director (Minister Bank)</td>
<td>Director (Minister Bank)</td>
<td>Gast Construction – Secretary</td>
<td>.0490%</td>
<td>None</td>
<td>KCERP LLC – 33%</td>
</tr>
<tr>
<td>New Bremen/Ohio/USA</td>
<td></td>
<td></td>
<td></td>
<td>Joint Township Hospital – Director</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>KCERP LLC - Partner</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>John A. Dunlap</td>
<td>Retired</td>
<td>Director</td>
<td>Director (Minister Bank)</td>
<td>1157 Design Concepts - Director</td>
<td>.0382%</td>
<td>None</td>
<td></td>
</tr>
<tr>
<td>Sidney/Ohio/USA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ronald A. Dorsten</td>
<td>V.P., H.A.</td>
<td>Director</td>
<td>Director (Minister Bank)</td>
<td>Commercial &amp; Ind. Leasing – Partner</td>
<td>1.3550%</td>
<td>None</td>
<td>Commercial &amp; Ind. Leasing – 25%</td>
</tr>
<tr>
<td>Minster/Ohio/USA</td>
<td>President, Dorsten Industries &amp; Dorsten Enterprises, Inc.</td>
<td></td>
<td></td>
<td>Coldwater Lumber Co. – Director &amp; Officer</td>
<td></td>
<td></td>
<td>Dorsten Enterprises – 96%</td>
</tr>
<tr>
<td></td>
<td>Partner, Dorsten Investments LTD</td>
<td></td>
<td></td>
<td>Lake Campus</td>
<td></td>
<td></td>
<td>Dorsten Investments LTD – 26%</td>
</tr>
</tbody>
</table>

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<table>
<thead>
<tr>
<th>(1) Names &amp; Address</th>
<th>(2) Principal Occupation if other than with Bank Holding Company</th>
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</tr>
</thead>
<tbody>
<tr>
<td>Richard G. Knostman Troy/OH/USA</td>
<td>Attorney At Law</td>
<td>Director</td>
<td>Director (Minster Bank)</td>
<td>Knostman Farms - Officer &amp; Director</td>
<td>1.1369%</td>
<td>None</td>
</tr>
<tr>
<td>Mary Ann (spouse) Troy/OH/USA</td>
<td>Homemaker</td>
<td>None</td>
<td>None</td>
<td></td>
<td>.6193%</td>
<td></td>
</tr>
<tr>
<td>Lonnie D. Pedersen Wapakoneta/OH USA</td>
<td>Chief Operating Officer, Telephone Service Co.</td>
<td>Director</td>
<td>Director (Minster Bank)</td>
<td>Com Net Inc. – Director Telcom Insurance Group - Director</td>
<td>.1763%</td>
<td>None</td>
</tr>
<tr>
<td>Brian T. Holter Troy/OH/USA</td>
<td>President, The Holter Companies</td>
<td>Director</td>
<td>Director (Minster Bank)</td>
<td>Miami Industrial Properties – Secretary Tippecanco Investment Co. – Vice President</td>
<td>.00%</td>
<td>None</td>
</tr>
<tr>
<td>Mark S. Duminik St. Marys/OH/USA</td>
<td>Co-Owner/ Director, Schwieertman Pharmacies</td>
<td>Director</td>
<td>Director (Minster Bank)</td>
<td></td>
<td>.00%</td>
<td>None</td>
</tr>
<tr>
<td>(1) Names &amp; Address (City, State, Country)</td>
<td>(2) Principal Occupation if other than with Bank Holding Company</td>
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</tr>
<tr>
<td>------------------------------------------</td>
<td>---------------------------------------------------------------</td>
<td>-------------------------------------------------</td>
<td>---------------------------------------------------------------</td>
<td>---------------------------------------------------------------</td>
<td>------------------------------------------</td>
<td>---------------------------------------------------------------</td>
</tr>
<tr>
<td>Mark A. Henschen New Knoxville/ OH/USA</td>
<td>N/A</td>
<td>Director, President &amp; CEO</td>
<td>Director, President &amp; CEO (Minster Bank)</td>
<td>New Knoxville Telephone Co - Director</td>
<td>.1583%</td>
<td>None</td>
</tr>
<tr>
<td>Sheryl Henschen New Knoxville/ OH/USA</td>
<td>Homemaker</td>
<td>None</td>
<td>None</td>
<td>.9037%</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Phyllis M. Rose New Bremen/ OH/USA</td>
<td>N/A</td>
<td>Senior Operations Officer</td>
<td>Senior Operations Officer (Minster Bank)</td>
<td>.1640%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Kenneth J. Wuebker Minster/OH/USA</td>
<td>N/A</td>
<td>Chief Financial Officer</td>
<td>Chief Financial Officer (Minster Bank)</td>
<td>.8741%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Dale T. Luebke Ft. Loramie/OH/ USA</td>
<td>N/A</td>
<td>Executive Vice President</td>
<td>Executive Vice President (Minster Bank)</td>
<td>.1612%</td>
<td>None</td>
<td>N/A</td>
</tr>
<tr>
<td>Daniel F. Heitmeyer Sidney/OH/USA</td>
<td>N/A</td>
<td>V.P. of Commercial Banking</td>
<td>V.P. of Commercial Banking (Minster Bank)</td>
<td>.0789%</td>
<td>None</td>
<td>HW Properties LTD - 100%</td>
</tr>
</tbody>
</table>